

Service Date: December 7, 1984

DEPARTMENT OF PUBLIC SERVICE REGULATION
BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MONTANA

IN THE MATTER OF THE APPLICATION)	
of GREAT FALLS GAS COMPANY for)	UTILITY DIVISION
authority to issue its common)	DOCKET NO. 84.11.72
stock to its employees as part of)	ORDER NO. 5098
its Employee Stock Ownership Plan)	

GREAT FALLS GAS COMPANY (the Company or Applicant) is a public utility subject to the jurisdiction of this Commission and is engaged in the distribution of natural gas for residential, commercial and industrial use in and around the City of Great Falls, Montana.

It is in the best interest of the Company and the customers which the Company serves for the Company to promote and reward employee loyalty, service and dedication to the Company's purposes. In furtherance thereof, the Company has adopted an Employee Stock Ownership Plan commonly called an ESOP and an Employee Stock Ownership Plan commonly called a PAYSOP, both of which Plans are designed to invest in the capital stock of the Company.

The Company desires to implement the employee's ESOP and the employees' PAYSOP by reissuing common treasury stock of the Company or by issuing additional common capital stock of the Company and by selling or contributing the same to the ESOP and/or to the PAYSOP to be held in trust under the terms and conditions of those Plans. A copy of the Great Falls Gas Company

Employee's Stock Ownership Plan trust agreement (the ESOP Plan) has been filed with the Commission along with a copy of the Great Falls Gas Company Employee's Stock Ownership Plan and trust agreement (the PAYSOP Plan).

The Company desires this Commission to grant it authority to reissue the common capital stock of the Company held by it in its treasury and for this commission to grant it authority to issue additional authorized but un-issued common capital stock of the Company for the years 1984 and subsequent years to the ESOP and/or to the PAYSOP. The reissue price or issue price shall be at a price as is established by the Company and the trustees of the ESOP and/or the PAYSOP. The Company desires this Commission to authorize it to issue not more than 25,000 shares of the Company's treasury stock or authorized but unissued capital stock per year for sale or contribution to the ESOP and/or PAYSOP so long as the total number of shares issued to both the ESOP and the PAYSOP do not exceed per year said 25,000 shares of the Company's treasury stock and/or the Company's authorized but unissued capital stock.

CONCLUSIONS OF LAW

The application herein complies with MCA 69-3-501 through 69-3-507 and other laws of the State of Montana, as aforesaid, and the same should be granted as hereinafter ordered.

ORDER

NOW THEREFORE, at a session of the Public Service Commission of the State of Montana, held in its offices at 2701 Prospect Avenue, Helena, Montana, on December 3, 1984, there regularly came before the Commission for final action the matters and things in this Docket. The Commission being fully advised in the premises makes and enters the following Orders:

IT IS ORDERED that the Applicant is authorized to reissue its treasury common stock or to issue its authorized but unissued common stock and to sell or contribute the same to the Applicant's ESOP and/or the Applicant's PAYSOP during calendar year 1984 and all years subsequent thereto, provided however, that this authority is limited to the issue and sale or contribution of the Applicant's common stock to the Applicant's ESOP and/or to the Applicant's PAYSOP in an aggregate amount in any calendar year not to exceed 25,000 shares.

IT IS FURTHER ORDERED that the foregoing authorization is without prejudice to the regulatory authority of this Commission with respect to rates, service, accounts, valuations, estimates or determinations of cost, or any other matter subject to its jurisdiction.

IT IS FURTHER ORDERED that nothing in this Order or any act or deed done and performed in connection herewith shall be construed to obligate the State of Montana to pay or guarantee in any manner whatsoever any security authorized by this Order or authorized, issued, assumed, or guaranteed under the provisions of MCA 69-3-501 through 69-3-507, inclusive.

DONE IN OPEN SESSION at Helena, Montana the 3rd day of December,
1984, by a 5 -0 vote.

BY ORDER OF THE MONTANA PUBLIC SERVICE COMMISSION.

THOMAS J. SCHNEIDER, Chairman

JOHN B. DRISCOLL, Commissioner

HOWARD L. ELLIS, Commissioner

CLYDE JARVIS, Commissioner

DANNY OBERG, Commissioner

ATTEST:

Madeline L. Cottrill
Commission Secretary

(SEAL)

NOTE: Any interested party may request the Commission to
reconsider this decision. A motion to reconsider
must be filed within ten (10) days. See ARM 38.2.4806.